

*(This is a translation of the document issued originally in Polish language  
The Polish original should be referred to in matters of interpretation)*

**Form of instructions on exercising voting rights by a Proxy  
at the Extraordinary General Meeting  
of ZE PAK Spółka Akcyjna  
convened on 22 April 2022**

**Shareholder (principal) data:**

Name and surname / Name of the Company: \_\_\_\_\_

Residence address / Registered office address: \_\_\_\_\_

PESEL number / REGON number: \_\_\_\_\_

Relevant register number: \_\_\_\_\_

**Data of Plenipotentiary:**

Name and surname / Name of the Company: \_\_\_\_\_

Residence address / Registered office address: \_\_\_\_\_

PESEL number / REGON number: \_\_\_\_\_

Relevant register number: \_\_\_\_\_

**Resolutions subject to voting:**

1. Resolution on: election of the Chairman of the Extraordinary General Meeting.
2. Resolution on: adopting of the agenda.
3. Resolution on: consent to the lease of an organized part of ZE PAK S.A. related to the energy activities conducted within Elektrownia Konin.
4. Resolution on: consent to the sale of an organized part of ZE PAK S.A. related to the energy activities conducted within Elektrownia Konin.
5. Resolution on: establishing the number of members of the Supervisory Board of ZE PAK S.A.
6. Resolution on: changes in the composition of the Supervisory Board of ZE PAK S.A.

1. Adoption of a resolution on: election of the Chairman of the Extraordinary General Meeting - Attachment No.1.

FOR	AGAINST	ABSTENTION	AT THE DISCRETION OF THE PROXY
Number of shares: _____	Number of shares: _____	Number of shares: _____	Number of shares: _____

**The content of the objection:**

In the case of voting against the above-mentioned Resolution, a Shareholder may object with a request for entering the following content into the minutes of the Extraordinary General Meeting:

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**The content of the voting instructions:**

With regard to the above-mentioned Resolution the Proxy is obliged to vote on behalf of the Shareholder in accordance with the voting instructions.

**Date and signature of the Shareholder:** \_\_\_\_\_

2. Adoption of the Resolution on: adoption of the agenda – Attachment No. 2.

FOR	AGAINST	ABSTENTION	AT THE DISCRETION OF THE PROXY
Number of shares: _____	Number of shares: _____	Number of shares: _____	Number of shares: _____

**The content of the objection:**

In the case of voting against the above-mentioned Resolution, a Shareholder may object with a request for entering the following content into the minutes of the Extraordinary General Meeting:

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**The content of the voting instructions:**

With regard to the above-mentioned Resolution the Proxy is obliged to vote on behalf of the

Shareholder in accordance with the voting instructions.

**Date and signature of the Shareholder:** \_\_\_\_\_

3. Adoption of the Resolution on: consent to the lease of an organized part of ZE PAK S.A. related to energy activities conducted within Elektrownia Konin – Attachment No. 3.

FOR	AGAINST	ABSTENTION	AT THE DISCRETION OF THE PROXY
Number of shares: _____	Number of shares: _____	Number of shares: _____	Number of shares: _____

**The content of the objection:**

In the case of voting against the above-mentioned Resolution, a Shareholder may object with a request for entering the following content into the minutes of the Extraordinary General Meeting:

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**The content of the voting instructions:**

With regard to the above-mentioned Resolution the Proxy is obliged to vote on behalf of the Shareholder in accordance with the voting instructions.

**Date and signature of the Shareholder:** \_\_\_\_\_

4. Adoption of a resolution on: consent to the sale of an organized part of ZE PAK S.A. related to the energy activities conducted within Elektrownia Konin. – Attachment No. 4.

FOR	AGAINST	ABSTENTION	AT THE DISCRETION OF THE PROXY
Number of shares: _____	Number of shares: _____	Number of shares: _____	Number of shares: _____

**The content of the objection:**

In the case of voting against the above-mentioned Resolution, a Shareholder may object with a request for entering the following content into the minutes of the Extraordinary General Meeting:

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**The content of the voting instructions:**

With regard to the above-mentioned Resolution the Proxy is obliged to vote on behalf of the Shareholder in accordance with the voting instructions.

**Date and signature of the Shareholder:** \_\_\_\_\_

- 5. Adoption of a resolution on: establishing the number of members of the Supervisory Board of ZE PAK S.A. – Attachment No. 5.

FOR	AGAINST	ABSTENTION	AT THE DISCRETION OF THE PROXY
Number of shares: _____	Number of shares: _____	Number of shares: _____	Number of shares: _____

**The content of the objection:**

In the case of voting against the above-mentioned Resolution, a Shareholder may object with a request for entering the following content into the minutes of the Extraordinary General Meeting:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**The content of the voting instructions:**

With regard to the above-mentioned Resolution the Proxy is obliged to vote on behalf of the Shareholder in accordance with the voting instructions.

**Date and signature of the Shareholder:** \_\_\_\_\_

- 6. Adoption of a resolution on: changes in the composition of the Supervisory Board of ZE PAK S.A. - Attachment No. 6.

FOR	AGAINST	ABSTENTION	AT THE DISCRETION OF THE PROXY
Number of shares: _____	Number of shares: _____	Number of shares: _____	Number of shares: _____

**The content of the objection:**

In the case of voting against the above-mentioned Resolution, a Shareholder may object with a request for entering the following content into the minutes of the Extraordinary General Meeting:

\_\_\_\_\_

\_\_\_\_\_

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**The content of the voting instructions:**

With regard to the above-mentioned Resolution the Proxy is obliged to vote on behalf of the Shareholder in accordance with the voting instructions.

**Date and signature of the Shareholder:** \_\_\_\_\_

**Attachment No. 1**

**Resolution No. ...  
of the Extraordinary General Meeting  
of ZE PAK Spółka Akcyjna  
based in Konin  
of ... 2022**

**on:** election of the Chairman of the Extraordinary General Meeting

The Extraordinary General Meeting of ZE PAK Spółka Akcyjna („**Company**” or „**ZE PAK SA**”), acting on the basis of Article 409 § 1 of the Code of Commercial Companies and § 13 of the Articles of Association of the Company adopts as follows:

**§ 1**

To the position of the Chairman of the Extraordinary General Meeting the following is elected \_\_\_\_\_ .

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.

**Attachment No.2**

**Resolution No. ...  
of the Extraordinary General Meeting  
of ZE PAK Spółka Akcyjna  
based in Konin  
of ... 2022**

**on:** adoption of the agenda

The Extraordinary General Meeting of ZE PAK Spółka Akcyjna („**Company**” or „**ZE PAK SA**”) adopts as follows:

**§ 1**

The agenda of this Extraordinary General Meeting is adopted as follows:

1. Opening of the Extraordinary General Meeting.
2. Election of Chairman of the Extraordinary General Meeting.
3. Confirmation of the correctness of convening the Extraordinary General Meeting and its ability to adopt Resolutions.
4. Adoption of the agenda.
5. Adoption of a resolution on the consent to the lease of an organized part of ZE PAK S.A. related to energy activities conducted within Elektrownia Konin.
6. Adoption of a resolution on consent to the sale of an organized part of ZE PAK S.A. related to energy activities conducted within Elektrownia Konin.
7. Adoption of a resolution on the number of members of the Supervisory Board of ZE PAK SA.
8. Adoption of resolutions on changes in the composition of the Supervisory Board of ZE PAK S.A.
9. Closing the sessions.

## § 2

This Resolution comes into force upon adoption.

### Attachment No.3

**Resolution No. ...  
of the Extraordinary General Meeting  
of ZE PAK Spółka Akcyjna  
based in Konin  
of ... 2022**

**on:** consent to the lease of an organized part of ZE PAK S.A. related to the energy activities conducted within Elektrownia Konin.

The Extraordinary General Meeting of ZE PAK Spółka Akcyjna („**Company**” or „**ZE PAK SA**”) acting pursuant to art. 393 point 3 the Code of Commercial Companies and § 14 section 1 point 12) The Articles of Association of the Company adopts as follows:

## § 1

Extraordinary General Meeting of ZE PAK S.A. agrees to lease an organized part of the Company's enterprise, which includes in particular: land real estate owned or in perpetual usufruct of the Company, where the production assets, electrical switchboards with transmission infrastructure, workshops, office buildings and others, accompanying infrastructure, contracts and some employees are included, necessary to run a business by Elektrownia Konin (“**ZCP Konin**”) for the benefit of PAK-PCE Biopaliwa i Wodór Sp. z o.o. based in Konin, entered into the register of entrepreneurs kept by the District Court in Poznań, Nowe Miasto and Wilda in Poznań 9<sup>th</sup> Commercial Division of the National Court Register under the KRS number: 0000864139, NIP: 6653033976, REGON: 387259614 (“**PAK -PCE BiW**”) or other company belonging to the ZE PAK S.A. Capital Group, on the following significant terms of the lease contract:

- a) the lease period will commence when the lessee obtains a license for the production of electricity and heat issued by the President of the Energy Regulatory Office,
- b) the lease contract will expire on the date of sale of ZCP Konin to the lessee,
- c) the amount of the monthly rent will be determined by the lessor and the lessee by negotiation, but will not be lower than PLN 4,500,000.00 (say: four million five hundred thousand zlotys), increased by VAT, if it is due in accordance with the relevant regulations.

## § 2

The Extraordinary General Meeting of ZE PAK SA authorizes the Management Board of the Company to take all steps necessary to implement this Resolution, including in particular:

- a) establishing a detailed list of ingredients included in ZCP Konin
- b) determining the amount of the lease fee for the lease of ZCP Konin and other terms of the lease agreement;
- c) performing any other necessary factual and legal actions that turn out to be necessary in connection with the lease of ZCP Konin,

## § 3

This Resolution comes into force upon adoption

### **Attachment No.4**

**Resolution No. ...  
of the Extraordinary General Meeting  
of ZE PAK Spółka Akcyjna  
based in Konin  
of ... 2022**

**on:** consent to the sale of an organized part of ZE PAK S.A. related with energy activities conducted within Elektrownia Konin.

The Extraordinary General Meeting of ZE PAK Spółka Akcyjna („**Company**” or „**ZE PAK SA**”) acting pursuant to art. 393 point 3 the Code of Commercial Companies and § 14 section 1 point 12) The Articles of Association of the Company adopts as follows:

## § 1

Extraordinary General Meeting of ZE PAK S.A. agrees to lease an organized part of the Company's enterprise, which includes in particular: land real estate owned or in perpetual usufruct of the Company, where the production assets, electrical switchboards with transmission infrastructure, workshops, office buildings and others, accompanying infrastructure, contracts and some employees are included, necessary to run a business by Elektrownia Konin (“**ZCP Konin**”) for the benefit of PAK-PCE Biopaliwa i Wodór Sp. z o.o. based in Konin, entered into the register of entrepreneurs kept by the District Court in Poznań, Nowe Miasto and Wilda in Poznań

9<sup>th</sup> Commercial Division of the National Court Register under the KRS number: 0000864139, NIP: 6653033976, REGON: 387259614 ("**PAK -PCE BiW**") or other company belonging to ZE PAK S.A. Capital Group, for a fee not lower than PLN 900,000,000.00 ( in words: nine hundred million zlotys), increased by VAT, if it is due in accordance with the relevant regulations.

## § 2

The Extraordinary General Meeting of ZE PAK SA authorizes the Management Board of the Company to take all steps necessary to implement this Resolution, including in particular:

- a) selecting the legal form of disposal of ZCP Konin as part of the consent granted by the Extraordinary General Meeting of the Company in §1 of this Resolution
- b) establishing a detailed list of ingredients included in ZCP Konin
- c) determining the amount of the lease fee for the lease of ZCP Konin and other terms of the lease agreement
- d) performing any other necessary factual and legal actions that turn out to be necessary in connection with the lease of ZCP Konin.

## § 3

This Resolution comes into force upon adoption.

### **Attachment No.5**

**Resolution No. ...  
of the Extraordinary General Meeting  
of ZE PAK Spółka Akcyjna  
based in Konin  
of ... 2022**

**on:** determining the number of members of the Supervisory Board of ZE PAK SA.

The Extraordinary General Meeting of ZE PAK Spółka Akcyjna („**Company**” or „**ZE PAK SA**”) acting pursuant to art. 385 § 1 of the Code of Commercial Companies and § 16 sec. 1 of the Company’s Articles of Association, adopts as follows:

## § 1

The Extraordinary General Meeting hereby resolves that the Supervisory Board of the Company of the 8th term of office will consist of \_\_\_\_\_ members.

## § 2

1. The Resolution of the Extraordinary General Meeting of the Company no. 5 of March 10, 2022 expires.
2. This Resolution comes into force upon adoption



**Attachment No.6**

**Resolution No. ...  
of the Extraordinary General Meeting  
of ZE PAK Spółka Akcyjna  
based in Konin  
of ... 2022**

**on:** changes in the composition of the Supervisory Board of ZE PAK SA.

The Extraordinary General Meeting of ZE PAK Spółka Akcyjna („**Company**” or „**ZE PAK SA**”) acting pursuant to art. 385 § 1 of the Code of Commercial Companies, § 14 sec. 1 point 7) and § 16 sec. 3 of the Company's Articles of Association, adopts as follows:

**§ 1**

The Extraordinary General Meeting dismisses/appoints Ms./Mr.: \_\_\_\_\_ from/to the Supervisory Board of the Company.

**§ 2**

1. The Resolution was adopted by secret ballot.
2. This Resolution comes into force upon adoption.